

UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEW JERSEY

**FEE APPLICATION COVER SHEET FOR THE
PERIOD APRIL 5, 2023 THROUGH AUGUST 11, 2023**

Debtor: LTL Management LLC

Applicant: Skadden, Arps, Slate, Meagher &
Flom LLP

Case No.: 23-12825-MBK

Client: LTL Management LLC

Chapter: 11

Case Filed: April 4, 2023 (the "Petition
Date")

**SECTION 1
FEE SUMMARY**

☒ Combined Monthly Fee Application or ☐ Final Fee Application

Summary of Amounts Requested for the Period from April 5, 2023 through August 11, 2023 (the "Combined Statement Period").

Total Fees:	\$3,866,212.20 ¹
Total Disbursements:	\$127,051.35
Total Fees Plus Disbursements:	\$3,993,263.55
Minus 20% Holdback of Fees:	\$773,242.44
Amount Sought at this Time:	\$3,220,021.11

	<u>FEES</u>	<u>EXPENSES</u>
Total Previous Fees Requested:	<u>\$0.00</u>	<u>\$0.00</u>
Total Fees Allowed to Date:	<u>\$0.00</u>	<u>\$0.00</u>
Total Retainer (If Applicable):	<u>\$1,805,564.54</u>	<u>\$0.00</u>
Total Holdback (If Applicable):	<u>\$0.00</u>	<u>\$0.00</u>
Total Received by Applicant:	<u>\$1,805,564.54</u>	<u>\$0.00</u>

¹ The total amount of fees and expenses incurred by Skadden during the Combined Monthly Statement Period for matters in which it is solely representing LTL or is representing LTL jointly with Johnson & Johnson is \$7,371,030.92. Of this amount, as set forth in this fee statement, Skadden is seeking payment in the amount of \$3,866,212.20 in fees and \$127,051.35 in expenses from LTL. Skadden's fees for matters in which it is solely representing Johnson & Johnson are not reflected in this monthly fee statement.

COMPENSATION BY: PROFESSIONAL
APRIL 5, 2023 THROUGH AUGUST 11, 2023

The attorneys who rendered professional services in this chapter 11 case during the Combined Statement Period² are:

Name of Professional: Partners	Year Admitted	Department	Hourly Rate	Total April Hours Billed	Total May Hours Billed	Total June Hours Billed	Total July Hours Billed	Total August Hours Billed	Total Hours Billed	Total Fees
Bernardo, Richard	1988	Mass Torts	\$1,595.00	6.70	7.00	0.50	0.90		15.10	\$24,084.50
Brown, Allison	2004	Mass Torts	\$1,356.00/ \$678.00 ³	134.50	19.70	18.60	38.80	0.80	212.40	\$281,166.60
Cox, Christopher	1998	Mass Torts	\$1,128.00	23.30	54.50	7.40	3.00		88.20	\$99,489.60
Davidson, Jessica	1996	Mass Torts	\$1,595.00	2.00	0.20	9.40	8.10	7.50	27.20	\$43,384.00
Rose, Nina	2006	Mass Torts	\$1,100.00			7.40	23.80	3.70	34.90	\$38,390.00
Wyatt, Geoffrey	2005	Mass Torts	\$1,356.00				13.10	15.70	28.80	\$39,052.80
Total Partners									406.60	\$525,567.50

² Excluding services rendered under the Valadez flat fee arrangement, which arrangement was disclosed in the *Supplemental Certification of Allison Meghan Brown in Support of Application for Retention of Skadden, Arps, Slate, Meagher & Flom LLP, Effective as of April 4, 2023* [Dkt. 809] (the “Brown Certification”).

³ 50% rate charged for travel time

Name of Professional: Counsel	Year Admitted	Department	Hourly Rate	Total April Hours Billed	Total May Hours Billed	Total June Hours Billed	Total July Hours Billed	Total August Hours Billed	Total Hours Billed	Total Fees
McNulty, Patricia	1986	Mass Torts	\$1,128.00	0.30					0.30	\$338.40
Schwartz, Jordan	2009	Mass Torts	\$1,128.00		1.40	4.60			6.00	\$6,768.00
Total Counsel									6.30	\$7,106.40

Name of Professional: Associate	Year Admitted	Department	Hourly Rate	Total April Hours Billed	Total May Hours Billed	Total June Hours Billed	Total July Hours Billed	Total August Hours Billed	Total Hours Billed	Total Fees
Balzano, Anthony	2019	Mass Torts	\$820.00	2.70			10.00	2.80	15.50	\$12,710.00
Brady, Prue	2023	Mass Torts	\$440.00	30.30	35.40	58.40	23.30	8.00	155.40	\$68,376.00
Caruso, Joseph	2023	Mass Torts	\$440.00	32.60			15.00	6.10	53.70	\$23,628.00
Cogswell, Sydney	2022	Mass Torts	\$550.00	4.40			0.80	29.70	34.90	\$19,195.00
Einstein, Jordan	2023	Mass Torts	\$440.00				22.50	0.50	23.00	\$10,120.00
Gallagher, Paden	2021	Mass Torts	\$650.00	0.90			25.90		26.80	\$17,420.00
Karp, Andrew	2017	Mass Torts	\$915.00	31.60	18.50	9.00	15.70	6.50	81.30	\$74,389.50

Name of Professional: Associate	Year Admitted	Department	Hourly Rate	Total April Hours Billed	Total May Hours Billed	Total June Hours Billed	Total July Hours Billed	Total August Hours Billed	Total Hours Billed	Total Fees
Kasparie, Alexander	2016	Mass Torts	\$915.00				1.80	23.60	25.40	\$23,241.00
Martin, Zachary	2016	Mass Torts	\$915.00	7.00					7.00	\$6,405.00
Mullaley, Catherine	2019	Mass Torts	\$820.00/ \$410.00 ⁴	114.10	17.70				131.80	\$103,935.00
Santoli, Christopher	2014	Mass Torts	\$925.00	8.60	9.90	8.20			26.70	\$24,697.50
Schoch, Joshua	2020	Mass Torts	\$750.00	34.10	0.20				34.30	\$25,725.00
Silverstein, Robert	2020	Mass Torts	\$750.00	3.90	0.30		1.30	24.90	30.40	\$22,800.00
St. Amand, Amy	2006	Mass Torts	\$925.00	6.60	7.80				14.40	\$13,320.00
Suksomnil, Benjamin	2003	Mass Torts	\$550.00	0.70	13.90			0.80	15.40	\$8,470.00
Taglienti, Carolyn	2021	Mass Torts	\$650.00				0.90		0.90	\$585.00
Trangle, Asher	2023	Mass Torts	\$440.00				31.20		31.20	\$13,728.00
Total Associates									708.10	\$468,745.00

⁴ 50% rate charged for travel time.

Name of Professional: Staff Attorney	Year Admitted	Department	Hourly Rate	Total April Hours Billed	Total May Hours Billed	Total June Hours Billed	Total July Hours Billed	Total August Hours Billed	Total Hours Billed	Total Fees
Baggetta, Brian	2005	Mass Torts	\$476.00	2.20	0.80	5.10	1.80	6.00	15.90	\$7,568.40
Total Staff Attorneys									15.90	\$7,568.40

The Legal Assistants who rendered professional services in this chapter 11 case during the Combined Statement Period⁵ are:

Name of Professional: Legal Assistants	Department	Hourly Rate	Total April Hours Billed	Total May Hours Billed	Total June Hours Billed	Total July Hours Billed	Total August Hours Billed	Total Hours Billed	Total Fees
Alexanian, Levon	Mass Torts	\$335.00		3.40				3.40	\$1,139.00
Brier Anna	Mass Torts	\$220.00			1.10			1.10	\$242.00
Heaney, Christopher	Corporate Restructuring	\$335.00		9.20	15.10	6.80	2.70	33.80	\$11,323.00
LaManna, Wendy	Corporate Restructuring	\$335.00	5.90	10.20	6.10	6.10	2.30	30.60	\$10,251.00
Leibovitz, Alex	Mass Torts	\$220.00	29.50	3.00	1.00	1.10		34.60	\$7,612.00

⁵ Excluding services rendered under the Valadez flat fee arrangement, which arrangement was disclosed in the Brown Certification.

Name of Professional: Legal Assistants	Department	Hourly Rate	Total April Hours Billed	Total May Hours Billed	Total June Hours Billed	Total July Hours Billed	Total August Hours Billed	Total Hours Billed	Total Fees
Liu, Wendy	Mass Torts	\$236.00	9.20	2.60				11.80	\$2,784.80
Loffelman, Katrina	Mass Torts	\$335.00	3.80	0.30		0.40	11.00	15.50	\$5,192.50
Mahadevan, Vikram	Mass Torts	\$220.00	14.90			3.10		18.00	\$3,960.00
Martin, Stephanie	Mass Torts	\$335.00	96.60	20.30	12.80	17.60	7.10	154.40	\$51,724.00
Skorupka, Jason		\$76.00	0.20					0.20	\$15.20
Total Legal Assistants								303.40	\$94,243.50

The total fees for the Combined Statement Period are:

Professionals	Blended Rate	Total Hours Billed	Total Fees
Partners:	\$1,292.59	406.60	\$525,567.50
Counsel:	\$1,128.00	6.30	\$7,106.40
Associates:	\$661.98	708.10	\$468,745.00
Staff Attorneys	\$476.00	15.90	\$7,568.40
Legal Assistants:	\$310.62	303.40	\$94,243.50
Blended Attorney Rate:	\$893.33		
Blended Rate for All Timekeepers:	\$765.97		
Total Hourly Fees Incurred:		1440.30	\$1,103,230.80
Flat Fee for Anthony Valadez Pretrial Services ⁶			\$1,300,000.00
Flat Fee for Anthony Valadez Trial Services ⁷			\$4,750,000.00
Total Fees Incurred			\$7,153,230.80
Less Fees for Johnson & Johnson Only Representation:			(\$3,287,018.60)
Total LTL Debtor Fees:			\$3,866,212.20

⁶ The pretrial flat fee was agreed to be \$2,000,000 for 60 days of pretrial services. See Brown Certification ¶ 7. This has been prorated to reflect the 39 days of services performed during the Combined Statement Period. The time detail for the flat fee can be seen in Exhibit C.

⁷ The trial flat fee was agreed to be \$2,500,000 for 30 days of trial services. See Brown Certification ¶ 7. This has been prorated to reflect the 57 days of services performed during the Combined Statement Period. The time detail for the flat fee can be seen in Exhibit C.

**SECTION II
SUMMARY OF SERVICES**

**COMPENSATION BY WORK TASK CODE FOR SERVICES RENDERED BY
SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP
FOR THE PERIOD APRIL 5, 2023 THROUGH AUGUST 11, 2023**

100% LTL

DESCRIPTION	APRIL HOURS	MAY HOURS	JUNE HOURS	JULY HOURS	AUGUST HOURS	TOTAL HOURS	AMOUNT
Fee/Employment Applications	39.90	11.40	60.10	34.40	7.90	153.70	\$81,660.20
Litigation Consulting	420.20	126.30	69.40	21.30	7.40	644.60	\$486,544.60
Travel Time	14.00	2.20	4.00			20.20	\$10,988.80
Total Hourly Fees Requested						818.50	\$579,193.60

50% LTL / 50% Johnson & Johnson

DESCRIPTION	APRIL HOURS	MAY HOURS	JUNE HOURS	JULY HOURS	AUGUST HOURS	TOTAL HOURS	AMOUNT
Litigation Consulting	132.50	96.40	31.20	217.30	144.40	621.80	\$524,037.20
Total Hourly Fees Requested						621.80	\$524,037.20
Less Fees for Johnson & Johnson Only Representation:							(\$262,018.60)
Total Hourly LTL Debtor Fees Requested:							\$262,018.60

**SECTION III
SUMMARY OF DISBURSEMENTS**

**DISBURSEMENT SUMMARY BY
SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP
FOR THE PERIOD APRIL 5, 2023 THROUGH AUGUST 11, 2023**

100% LTL

DISBURSEMENTS	APRIL AMOUNTS	MAY AMOUNTS	JUNE AMOUNTS	JULY AMOUNTS	AUGUST AMOUNTS	TOTAL AMOUNTS
Out-Of-Town Travel:						
(a) Transportation	\$1,229.53					\$1,229.53
(b) Hotel	\$1,292.20					\$1,292.20
(c) Ground Transportation			\$589.79			\$589.79
Business Meals	\$1,170.76					\$1,170.76
Deposition Transcripts	\$19,468.23	\$4,692.90	\$4,160.90			\$28,322.03
Delivery Services/Courier	\$67.71					\$67.71
Other Out-Of-Pocket	\$2,331.24					\$2,331.24
Outside Research				\$717.90		\$717.90
Other Electronic Document Management	\$539.28					\$539.28
Reproduction – color	\$42.14					\$42.14
TOTAL	\$26,141.09	\$4,692.90	\$4,750.69	\$717.90	\$0.00	\$36,302.58

50% LTL / 50% Johnson & Johnson

DISBURSEMENTS	APRIL AMOUNTS	MAY AMOUNTS	JUNE AMOUNTS	JULY AMOUNTS	AUGUST AMOUNTS	TOTAL AMOUNTS
Out-Of-Town Travel:						
(a) Transportation		\$23,703.11	\$43,127.80	\$17,636.72		\$84,467.63
(b) Hotel				\$2,815.22		\$2,815.22
(c) Ground Transportation		\$896.43	\$2,189.65	\$2,890.51		\$5,976.59
Business Meals				\$741.27		\$741.27
Court Fees		\$114.35				\$114.35
Deposition Transcripts	\$1,421.05	\$9,956.30		\$18,485.81		\$29,863.16
Delivery Services/Courier		\$892.55	\$147.41	\$636.69		\$1,676.65
Experts	\$2,518.30	\$4,076.10				\$6,594.40
Filing Fees	\$51.25					\$51.25
Other Out-Of-Pocket				\$85.00		\$85.00
Outside Research	\$42.66	\$984.79		\$544.93		\$1,572.38
Other Electronic Document Management	\$23.46	\$296.51				\$319.97
Outside Reproduction & Binding & Specialty Printing		\$10,499.86	\$36,056.35			\$46,556.21
Reproduction		\$24.36				\$24.36
Reproduction – color		\$639.10				\$639.10
TOTAL						\$181,497.54
Less Expenses for Johnson & Johnson Only Representation						(\$90,748.77)
Total Requested						\$90,748.77

SECTION IV CASE HISTORY

- 1) Date cases filed: April 4, 2023
- 2) Chapter under which case commenced: Chapter 11
- 3) Date of retention: June 20, 2023 *nunc pro tunc* to April 4, 2023 [Dkt. 832] (the “Retention Order”)⁸.
- 4) Summarize in brief the benefits to the estate and attach supplements as needed. *SEE BELOW*

During the Combined Statement Period, Skadden, Arps, Slate, Meagher & Flom LLP (“Skadden”) provided the following services to the Debtor including, but not limited to, the following:

Fee / Employment Applications

- Preparation of special counsel retention application and supplemental certification, including related attachments, disclosures, and exhibits.
- Draft and review interested parties list.
- Correspond with Jones Day to discuss retention application and supplemental declaration.
- Review invoices for privileged or confidential information in support of submitting Monthly Fee Statement.
- Draft, revise, finalize and submit fee statement for April – July.

Litigation Consulting

- Discuss strategy for bankruptcy proceedings with client and co-counsel concerning a variety of issues.
- Prepare for and participate in omnibus hearings and motions to dismiss hearing.
- Prepare for and attend discovery depositions of LTL Management LLC company witness representatives and claimant representatives.
- Prepare responses for discovery demands issued by claimant representatives.
- Prepare for and attend discovery depositions in Valadez matter; prepare witness for deposition in Valadez matter; prepare responses to deposition notices in Valadez matter; prepare supplemental responses to discovery requests in Valadez matter; review and

⁸ The Retention Order is attached hereto as Exhibit A.

produce documents in connection with discovery depositions in Valadez matter; confer with co-counsel re: discovery depositions in Valadez matter; a

- Prepare for and attend trial in Valadez matter, including: preparation for and taking of trial testimony and cross examinations; preparation for and delivery of opening and closing statements; evidentiary briefing and hearings; trial briefing and hearings; and post-trial briefing.
- Discuss adversary proceeding issues with co-counsel and opposing counsel.
- Assist with identification of documents for discussion with expert and defense team in Mississippi AG matter; review expert reports in Mississippi AG matter; prepare responses to corporate representative deposition notices in Mississippi AG matter; confer with co-counsel re: expert reports in Mississippi AG matter.
- Confer with co-counsel re: case status in New Mexico AG matter; draft supplemental briefing in connection with discovery issue appeal in New Mexico AG matter.
- Address issues and other matters relating to talc-related litigation.

Travel Time

- Travel to and from first day hearing.
- Travel to and from motion to dismiss hearing.
- Travel to and from omnibus hearing

5) Anticipated distribution to creditors:

(a) Administration expense:	Unknown at this time.
(b) Secured creditors:	Unknown at this time.
(c) Priority creditors:	Unknown at this time.
(d) General unsecured creditors:	Unknown at this time.

- 6) Final disposition of case and percentage of dividend paid to creditors Final dividend percentages are unknown at this time.

I certify under penalty of perjury that the above is true.

Date: September 8, 2023

/s/Allison M. Brown
Allison M. Brown